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November 21, 2023

Town of Bedford,
County of Westchester,
State of New York

Ladies and Gentlemen:

We are counsel to the Town of Bedford, Westchester County, New York (the “Town”) and have been requested to render our opinion concerning matters relating to the establishment of the Bedford Village Sewer District (the “District”) thereof pursuant to the provisions of Article 12-A of the Town Law (the “Town Law”) of the State of New York (the “State”).

In connection therewith we have examined:

1. The Constitution of the State and such statutes and regulations thereof, including particularly Sections 209-d, 209-e, 209-f and 209-g of the Town Law, 2 New York Codes, Rules and Regulations (“NYCRR”) Part 85, and the State Environmental Quality Review Act and the regulations promulgated thereunder (“SEQRA”), as we have deemed relevant for purposes of the opinions expressed herein;
2. A copy of the map and plan prepared pursuant to Section 209-c of the Town Law in connection with the establishment of the District;
3. A copy of the application to the State Comptroller for approval to establish the District pursuant to subdivision 3 of Section 209-f of the Town Law (the “Application”);
4. Copies of the following relating to the establishment of the District, certified to our satisfaction:
 - (a) an Order of the Town Board of the Town (the “Town Board”) dated July 11, 2023, adopted pursuant to Section 209-d of the Town Law calling a public hearing upon the question of the establishment of the District (the “Order”);
 - (b) a resolution of the Town Board dated July 25, 2023, making the determinations described in subdivision 1 of Section 209-d of the Town Law (the “Public Interest Resolution”) and a resolution approving the establishment of the District and the construction of the improvements therein described in subdivision 3 of Section 209-e



of the Town Law, subject to mandatory referendum on the Town Board's own motion (the "Establishment Resolution"), together with a Referendum Result Certificate of the Town Clerk related thereto;

- (c) a resolution of the Town Board dated November 21, 2023 approving the application for submission to the State Comptroller as described in Section 85.3(b)(1) of Chapter III of Title 2 of NYCRR; and
5. Duplicate originals or copies certified to our satisfaction of the following relative thereto:
- (a) a printer's affidavit with respect to the publication of the Order;
 - (b) an affidavit of the Town Clerk of the Town (the "Town Clerk") with respect to the posting of the Order on the Town sign-board;
 - (c) a printer's affidavit with respect to the publication of notice of adoption of the Establishment Resolution and the Special Election thereon;
 - (d) an affidavit of the Town Clerk of the Town with respect to the posting of the notice of adoption of the Establishment Resolution and the Special Election thereon on the Town sign-board; and
 - (e) a certificate of the Town Clerk certifying the referendum results, as described in subdivision 4 of Section 209-e of the Town Law.
6. Such other local laws of the Town, and resolutions and other proceedings of the Town Board as we have deemed relevant for purposes of the opinions expressed herein.

In rendering the opinions expressed herein we have assumed (i) the accuracy and truthfulness of all records, documents and proceedings examined by us which have been executed or certified by officials and officers acting within the scope of their official capacities, and have not independently verified the accuracy and truthfulness thereof, (ii) the accuracy and completeness of the information set forth in the map and plan including compliance therewith with the requirements set forth in Section 209-c of the Town Law, and (iii) and all boundary descriptions and descriptions of improvements included in the Application and express no opinion with respect thereto.

Based upon the foregoing it is our opinion that:



The Application contains all of the information required by applicable statutes and regulations.

The Town, in relation to the establishment of the District for which the permission of the State Comptroller is sought, has undertaken all actions and proceedings required by applicable statutes, including those required by SEQRA.

The District has been duly authorized by the Town Board, as required by applicable statutes, with the exception of (i) the permission of the State Comptroller and (ii) the adoption of a final order pursuant to subdivision 5 of Section 209-f of the Town Law.

Based upon discussions with Town officials, such officials are not aware of any material pending or threatened lawsuits or claims relating to the District for which permission is being sought.

Any assessments, charges or taxes to be levied or imposed to finance the improvements or services to be provided are authorized by statute and all necessary action has been or will be taken by the Town to authorize the imposition or levy of such assessments, charges or taxes.

The scope of our engagement in relation to the establishment of the District has extended solely to the examination of the facts and law incident to rendering the opinions expressed herein with respect to the establishment of the District. We express no opinion, and no opinion should be inferred from the foregoing, with respect to the improvements described in any map and plan or other material or documents prepared in connection with the establishment of the District, their design, their fitness or suitability for the purposes for which they are intended, or with respect to any estimate of the cost or expense thereof, the adequacy of compliance therewith with the State Environmental Quality Review Act and the regulations promulgated thereunder, the levels of and/or computation formulae for any assessments or levies to be imposed to pay the same or debt service on any obligations issued for the financing thereof, or the amounts of any user fees with respect thereto.

The State Comptroller may rely upon the opinions expressed herein as if the same had been addressed to him.

Very truly yours,

A handwritten signature in black ink, appearing to read "Orick Hamilton & DePinto", written over a light blue horizontal line.